FINANCIAL STATEMENTS

31 DECEMBER 2005

Company Registration Number: 1119344

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INDEX TO ANNUAL REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2005

	Page
Directors and officers	1
Directors' report	2-3
Report of the auditors	4-5
Profit and loss account	6
Balance sheet	7
Cash Flow Statement	8
Accounting policies	9-10
Notes to the financial statements	11-17

DIRECTORS AND OFFICERS

DIRECTORS

T Spallino

P Berkhann

C Jolliffe

SECRETARY

C Jolliffe

COMPANY NUMBER

1119344 (England and Wales)

REGISTERED OFFICE

751 Warwick Road Solihull West Midlands B91 3DQ

AUDITORS

PricewaterhouseCoopers LLP Cornwall Court 19 Cornwall Street Birmingham B3 2DT

BANKERS

HSBC 34 Poplar Road Solihull B91 3AF

Bank of America 26, Elmfield Road Bromley Kent BR1 1WA

DIRECTORS' REPORT

The directors submit their report and the financial statements of The Church of Jesus Christ of Latter-day Saints (European Distribution) Limited for the year ended 31 December 2005.

LEGAL AND ADMINISTRATIVE INFORMATION

The Church of Jesus Christ of Latter-Day Saints (European Distribution) Limited is a private limited company.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activities of the Company during 2005 was the retailing of clothing, CD's, curriculum and magazines, operating cafeterias, provision of accommodation for patrons and other activities on behalf of The Church of Jesus Christ of Latter-day Saints in the United Kingdom and Ireland from locations in the United Kingdom. There are no EDL centres in Ireland.

The company also operates in Germany, Denmark and Sweden whose activities are the same as the UK Head Office serving customers in mainland Europe.

RESULTS

The loss of the company for the year was £5,784,445 (2004: Loss of £1,106,217)

The directors do not recommend the payment of a dividend, which leaves an accumulated deficit of £10,262,092 (2004: £4,477,647) to be carried forward .

Assurances of continued financial support have been received from the Corporation of the Presiding Bishop.

DIRECTORS' REPORT

DIRECTORS AND THEIR INTERESTS

The directors who served during the year were:-

A K Broadway (resigned 15 August 2005)

G Drago (resigned 15 August 2005)

J Teixeira da Silva (resigned 15 August 2005)

P Berkhahn (Appointed 15 August 2005)

T Spallino (Appointed 15 August 2005)

C Jolliffe (Appointed 15 August 2005)

DIRECTORS' INTERESTS IN SHARES

None of the directors had, at any time during the year, a beneficial interest in the share capital of the company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

The directors are responsible for preparing financial statements for each financial year which give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- * select suitable accounting policies and then apply them consistently;
- * make judgements and estimates that are reasonable and prudent;
- * state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- * prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors' are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the requirements of the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The Company has elected, in accordance with section 386 of the Companies Act UK 1985, to dispense with the obligation to appoint auditors annually.

By order of the board

Secretary

Date: 20 October 2006

Page 3

AUDITORS' REPORT TO THE MEMBERS OF THE CHURCH OF JESUS CHRIST OF LATTER-DAY SAINTS (EUROPEAN DISTRIBUTION) LIMITED

for the year ended 31st December 2005

Independent auditors' report to the members of The Church of Jesus Christ of Latter-day Saints (European Distribution) Limited

We have audited the financial statements which comprise the Profit and Loss Account, the Balance Sheet, the cash flow statements and related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or in to whose hands it my come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view, and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all of the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

AUDITORS' REPORT TO THE MEMBERS OF THE CHURCH OF JESUS CHRIST (EUROPEAN DISTRIBUTION) LIMITED

for the year ended 31st December 2005

Opinion

In our opinion the financial statements:

* give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs at 31 December 2005 and of its loss and cash flows for the year then ended; and

* have been prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers LLP

PromothomeGopes LLP

Chartered Accountants and Registered Auditors

Cornwall Court

19 Cornwall Street

Birmingham

B3 2DT

20 October 2006

PROFIT AND LOSS ACCOUNT for the year ended 31st December 2005

	Notes				
		2005 £	2005 £	2004 £	2004 £
TURNOVER	1		5,759,690		6,419,471
Cost of Sales Exceptional Costs Total Cost of Sales	3	(5,343,423) (3,470,547)	(8,813,970)	(4,750,609) - -	(4,750,609)
GROSS (LOSS)/PROFIT			(3,054,280)		1,668,862
Administrative Expenses	2	•	(2,730,165)	-	(2,775,079)
OPERATING LOSS			(5,7 8 4,445)		(1,106,217)
Interest Receivable		_	<u>-</u>	-	
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	3		(5,784,445)		(1,106,217)
Taxation	6	_	-	_	
LOSS FOR THE YEAR	14	_	(5,784,445)		(1,106,21 <u>7)</u>

The loss for the year arises from the company's continuing operations.

No separate Statement of Total Recognized Gains and Losses has been presented as all such gains and losses have been dealt with in the profit and loss account.

The notes on pages 11 to 17 form part of these financial statements.

BALANCE SHEET as at 31st December 2005

			
	Notes	2005 £	2004 £
FIXED ASSETS		2	~
Tangible assets	7	351,791	323,429
•			
CURRENT ASSETS	8	2,814,086	7,621,675
Stock Debtors	9	168,168	327,183
Cash at bank and in hand	Č	376,090	157,626
Gasiyat banin ana mmana	•		
		3,358,344	8,106,484
CREDITORS	10	(316,599)	(734,873)
Amounts falling due within one year	10	(310,333)	(104,010)
NET CURRENT ASSETS		3,041,745	7,371,611
TOTAL ASSETS LESS CURRENT LIABILITIES		3,393,536	7,695,040
101/12/1002/0 2200 001/102/10			
CREDITORS	4.4	(0.055.000)	(40.470.507)
Amounts falling due after more than one year	11	(3,655,628)	(12,172,587)
NET LIABILITIES		(262,092)	(4,477,547)
CAPITAL AND RESERVES Called up share capital	13	10,000,000	100
Accumulated deficit	14	(10,262,092)	(4,477,647)
, todadiates solier			
EQUITY SHAREHOLDERS' FUNDS	15	(262,092)	(4,477,547)

Approved by the board on 20 October 2006 and signed on they behalf

C Jolliffe - Director & Secretary

CASH FLOW STATEMENT for the year ended 31 December 2005

	Notes	2005 £	2004 £
Reconciliation of operating deficit to net cash outflow from operating activities			
Operating loss Depreciation Loss on disposal of fixed assets Decrease/(Increase) in stock Decrease/(Increase) in debtors (Decrease)/Increase in creditors		(5,784,445) 56,354 7,076 4,807,589 159,015 (418,274)	(1,106,217) 57,292 6,639 (276,274) (234,448) 293,888
Net cash outflow from operating activities		(1,172,685)	(1,259,120)
	Notes	2005 £'000	2004 £'000
Net cash outflow from operating activities		(1,172,685)	(1,259,120)
Returns on investments and servicing of finance		-	-
Capital expenditure: Purchase of tangible fixed assets Sale of tangible fixed assets		(91,792)	(72,084) 1 67
Financing: Receipts from parent company Share capital issue		(8,516,959) 9,999,9 00	1,433,055
Acquisitions Purchase of Swedish Branch Purchase of Danish Branch		Ī	(77,369) (38,458)
Increase/(Decrease) in cash		218,464	(13,809)
RECONCILIATION OF NET CASH FLOW TO MOVEMENT	IN NET FUNDS	3	
	Notes	2005 £	2004 £
Increase (Decrease) in cash in the period		218,464	(13,809)
Net funds at 1 January 2005		157,626	171,435
Net funds at 31 December 2005	17	376,090	157,626

ACCOUNTING POLICIES

for the year ended 31 December 2005

BASIS OF ACCOUNTING

The financial statements are prepared in compliance with applicable Financial Reporting Standards in the United Kingdom and under historical cost convention. The following accounting policies have been applied consistently in dealing with items which we considered material in relation to the company's financial statements.

GOING CONCERN

The ultimate parent company's has undertaken to continue its financial support of the company to the extent of, and as long as there exists a deficiency of shareholders' funds, and for at least the next twelve months from the approval of the financial statements.

CONSOLIDATION OF GERMAN, SWEDISH AND DANISH BRANCH

For the purpose of reporting in these financial statements the profit and loss accounts, cash flows and balance sheets of the German, Swedish & Danish branches have been consolidated with those of the Head office operations which cover the UK and Ireland.

CHANGES IN ACCOUNTING POLICIES

The company has adopted FRS 17 'Retirement Benefits', FRS 21 'Events after the Balance Sheet date' and FRS 25 'Financial Instruments': disclosure and presentation' in these financial statements. The adoption of these standards represents a change in accounting policy. The adoption of the above accounting policies has had no impact on the comparative financial statements.

TURNOVER

Turnover represents the invoiced value, net of Value Added Tax, of goods sold and services provided to customers.

FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are shown at original purchase cost less accumulated depreciation.

Depreciation is provided on all tangible fixed assets at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows:-

Motor Vehicles	25%
Plant and Equipment	10%
Furnishings	10%

OPERATING LEASES

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the statement of financial activities on a straight line basis over the lease term.

FOREIGN CURRENCY TRANSLATIONS

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date and non monetary assets and liabilities at historical rates. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account in the year in which they arise.

ACCOUNTING POLICIES for the year ended 31 December 2005

PENSION CONTRIBUTIONS

The Head office is a member of a multi-employer Deseret UK Benefit Plan that is of a defined benefit type and retirement benefits are payable through a separately funded UK pension scheme. The company has followed the requirements of FRS 17, Retirement Benefits and as the company is unable to identify its share of the underlying assets and liabilities of the scheme it is accounted for as a defined contribution scheme. Full details of the plan are provided in the financial statements of The Church of Jesus Christ of Latter-day Saints (Great Britain).

The Company participates in a multi employer defined benefit scheme for its German branch which was acquired on 1 January 2003. The company is unable to identify its share of the German scheme's assets and liabilities and has followed the requirements of FRS 17, Retirement Benefits. The company is responsible for pensionable commitments from the acquisition date and contributions to the pension scheme are charged to the profit and loss account in the year in which they are payable. Prior pension-able commitments remain with Kirche Jesu Christi der Heiligen der Letzten Tage, an Association established under German law who are obliged to fund any resulting deficiency. Accordingly the scheme is accounted for as a defined contribution scheme.

The Company participates in a defined contribution scheme for its Swedish branch. The Company has accounted for pensionable commitments from the acquisition date and contributions to the pension scheme are charged to the profit and loss account in the year in which they are payable.

None of the employees in the Danish Branch are members of a company pension scheme.

STOCKS

Stocks are valued at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal. Provision is made for obsolete and slow-moving items.

DEFERRED TAXATION

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred at the balance sheet date. Deferred tax assets are only recognised when it is considered more likely than not that there will be suitable taxable profits from which the future reversal of any underlying timing differences can be deducted. Timing differences arise between the company's taxable profit and its results as stated in the financial statements. Deferred tax is measured at the tax rates that are expected to apply in the periods in which the timing differences are expected to reverse. Deferred tax is measured on an undiscounted basis.

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

1 TURNOVER	2005	2004
Analysed by geographic area	£	£
United Kingdom and Republic of Ireland	1,675,724	1,768,295
Germany	3,880,823	4,434,116
Sweden	165,865	192,970
Denmark	37,278	24,090
	5,759,690	6,419,471
Turnover comprises sales of religious, educational and administra	ative materials.	
2 OTHER OPERATING EXPENSES	2005	2004
2 OTHER OPERATING EXI ENGLO	£	£
Distribution anato	930,316	938,552
Distribution costs Administration expenses	1,799,849	1,836,527
/ total modulation oxportions		
	2,730,165	2,775,079
3 LOSS ON ORDINARY ACTIVITIES BEFORE		
TAXATION	2005	2004
INVENTION	£	£
This is stated after charging:		
Auditors' remuneration	38,098	26,407
Depreciation on owned assets	56,354	57,292
Loss on sale of fixed assets	7,076	6,639
Operating lease - land and buildings	241,677	245,869
Exceptional costs	3,470,547	

Exceptional costs relate to a provision for slow-moving and obsolete stock.

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

4 STAFF COSTS		
Staff costs, including directors' remuneration, were as follows:-	2005 £	2004 £
Wages and salaries Social security costs Pension & other benefits	1,285,471 190,114 183,380	1,355,925 197,172 161,354
The average monthly number of employees, including directors, during	1,658,965 g the year was a	1,714,451 as follows:
The average mentally transfer or experience		
	2005 No.	2004 No.
Office and management Other	26 36	26 36
	62	62
5 DIRECTORS REMUNERATION		
5 DIRECTORS REMONERATION	2005 £	2004 £
Emoluments	5,621	67,371
Contributions paid by the company to its pension schemes in respect of directors	759	12,330

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

i	6 TAX ON LOSS ON ORDINARY ACTIVITIES There was no tax arising for the period due to taxable losses arising during the period. There is an unrecognised deferred tax asset arising in connection with these losses and other timing				
(differences of £3,116,471 (2004: £1,337	,294).		2005	2004
				£ 704 445)	£ (4.406.247)
[Loss on ordinary activities Loss on ordinary activities multiplied by t	he standard ra	te	<u>(5,784,445)</u>	<u>(1,106,217)</u>
(of Corporation tax in the UK of 30% (200 Effect of:)4: 30%)		(1,735,334)	(331,865)
	Accelerated capital allowances/other tim	ing differences		1,735,334	331,865
-	Tax (credit)/charge				
7	TANGIBLE FIXED ASSETS				
		Fixtures & Fittings	Plant & Machinery	Motor Vehicles	Total
		£	£	£	£
	Cost: 1 January 2005	419, 0 95	82,993	11,359	513,447
	Additions	91,792	-	-	91,792
j	Disposals	(11,726)			(11,726)
;	31 December 2005	499,161	82,993	11,359	593,513
	Depreciation				
	1 January 2005	131,911	49,588	8,519	190,018
	Charge for Year	47,674 (4,650)	5,840	2,840	56,354 (4,65 <u>0)</u>
	Disposals	(4,650)			(4,000)
	31 December 2005	174,935	55,428_	11,359	241,722
	Net book value:				
	31 December 2005	324,226	27,565		351,791
	31 December 2004	287,184	33,405	2,840	323,429

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

8	STOCK		0004
		2005	2004
		£	£
	Finished goods and goods for resale	2,814,086	7,621,675
9	DEBTORS		
Ū		2005	2004
		£	£
	Trade debtors	82,170	2,137
	Other debtors	85,998_	325,046
		168,168	327,183
40	CDEDITORS: Amounts folling due within one year		
10	CREDITORS: Amounts falling due within one year	2005	2004
		£	£
	Ossist sequity and other taxes	80,916	95,663
	Social security and other taxes Accruals and deferred income	235,683	639,210
	Additional and deferred modific		
		316,599	734,873
11	CREDITORS: Amount falling due in more than one year		
	-	2005	2004
		£	£
	Loan from ultimate holding company	3,655,628	12,172,587
	acont nem amment training company		

This is a loan from The Corporation of the President of The Church of Jesus Christ of Latter-day Saints which is subordinated to the claims of all other creditors. The loan is interest free and there are no repayment terms.

12 FINANCIAL COMMITMENTS

At 31 December 2005 the company had annual commitments under non-cancellable operating leases as set out below:

Land and buildings

	2005	2004
	£	£
Operating lease expiring after 5 years	<u>241,677</u>	247,813

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

13	SHARE CAPITAL	2005	2004
	Authorised: 25,000,000 ordinary shares of £1 each	25,000,000	25,000,000
	Allotted, issued and fully paid 10,000,000 ordinary shares of £1 each	£ 10,000,000	£ 100
	On the 31st March 2005 at an Extraordinary General Meeting the directine increase of issued share capital to £10,000,000 by issuing a furth Corporation of the Presiding Bishop of The Church of Jesus Christ of	er 9,999,900 sha	res to The
14	ACCUMULATED DEFICIT	2005 £	2004 £
	Balance at 1 January 2005 Loss for the financial year	(4,477,647) (5,784,445)	(3,371,430) (1,106,217)
	Balance at 31 December 2005	(10,262,092)	(4,477,647)
15	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	2005 £	2004 £
	Opening shareholders' funds Issue of share capital	(4,477,547) 9,999,900 5,522,353	(3,371,330)
	Loss for the financial year	(5,784,445)	(1,106,217)
	Closing shareholders' funds	(262,092)	(4,477,547)

Shareholders' funds relate entirely to equity interests.

16 ULTIMATE HOLDING COMPANY

The company is wholly owned by the Corporation of The Presiding Bishop of The Church of Jesus Christ of Latter-Day Saints (CPB) incorporated in the state of Utah, United States of America. Prior to this change in ownership the company was jointly owned by the Corporation of the President of The Church of Jesus Christ of Latter-Day Saints and the Corporation of The Presiding Bishop of The Church of Jesus Christ of Latter-day Saints both of which are incorporated in the state of Utah, United States of America.

CPB have confirmed their continued financial support to the extent and as long as there exist a deficiency of shareholders' funds.

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

17 NOTES TO THE CASH FLOW STATEMENT

Analysis of changes in Net funds

At 1 January Cash Non cash At 31 December 2005 Flow Movement 2005 £ £ £

Cash at bank and in hand

157,626

218,464

376,090

18 RELATED PARTY TRANSACTIONS

During the year the company purchased religious, educational and administrative materials totalling £1,164,408 (2004 £907,977) from The Corporation of the Presiding Bishop of The Church of Jesus Christ of Latter-day Saints.

Included in turnover are sales totalling £461,659 (2004 £413,596) to The Church of Jesus Christ of Latter-day Saints (Great Britain), a fellow subsidiary undertaking.

Included in turnover are sales totalling £1,453,477 (2004 £1,602,535) to the Kirche Jesu Christi der Heiligen der Letzten Tage, Korperschaft (German Church)

Included in turnover are sales totalling £114,437 (2004 £137,771) to the Jesu Kristi Kyrka av Sista Dagars Heliga (Sweden Church)

Included in turnover are sales totalling £86,409 (2004 £93,811) to the Jesu Kristi Kirke af Sidste Dages Hellige i Denmark (Denmark Church)

The company undertakes its principal activities from the temples in London, Preston, Friedrichsdorf, Freiberg, Copenhagen and Stockholm and the distribution warehouses in Birmingham and Bad Homburg. The London Temple and the Distribution warehouse are owned by The Church of Jesus Christ of Latter-day saints (Great Britain) a fellow subsidiary undertaking, and no rent is charged by it to the company.

The Preston Temple is owned by The Church of Jesus Christ of Latter-day Saints (Welfare) Limited, a fellow subsidiary undertaking and a charge of £10,000 per annum is charged for the rental of the commercial space occupied at this site.

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2005

19 PENSION AND OTHER POST EMPLOYMENT COMMITMENTS

The Head office participates in a pension scheme operated by the Church of Jesus Christ of Latter-day Saints (Great Britain), the Deseret UK Benefit Plans ("the Plan"). The schemes are of the defined benefit type and are funded by contributions from the participating companies and their employees at rates determined by independent actuaries in the light of regular valuations. Such contributions are held in trustee-administered funds completely independent of group finances. Full disclosure of the valuation are shown in the accounts of The Church of Jesus Christ of Latter-day Saints (Great Britain). The company has accounted for the schemes as if they were defined contribution schemes because it is not feasible to split the assets and liabilities of the scheme between all the companies whose employees are members. Contributions to the schemes for the year were £72,071 (2004: £65,052).

The Company also participates in another defined benefit scheme for its German branch. The company is unable to identify its share of the German scheme's assets and liabilities. The Company is responsible for pensionable commitments from the acquisition date and contributions to the pension scheme are charged to the profit and loss account in the year in which they are payable. Prior pensionable commitments remain with Kirche Jesu Christi der Heiligen der Letzten Tage, an Association established under German law who are obliged to fund any resulting deficiency. The company is not legally responsible for the past pensionable commitments

The charge for German Branch pension costs in 2005 was £108,815 (2004: £93,488)

The Company participates in a defined contribution scheme for its Swedish branch. The charge for Swedish Branch pension costs in 2005 was £1,708 (2004: £1,005). None of the employees in the Danish Branch are members of a company pension scheme.